

# **EXHIBIT H**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

**DELPHI CORPORATION, et al., Debtors.**

**Chapter 11**

:: Case No. 05-44481 (RDD)  
::  
: (Jointly Administrated)

**LIMITED POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

CYRO Industries (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 15, 2008

Signed: Maria Limarenko  
Name of Signatory: MARIA LIMARENKO  
Title/Office of Signatory: CORPORATE CREDIT MANAGER

Address: CYRO Industries  
Evonik Degussa Corporation  
379 Interpace Parkway  
Parsippany, NJ 07054

Acknowledged before me on February 15<sup>th</sup>, 2008, by [ENTER NAME OF SIGNATORY] MARIA LIMARENKO, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] Corporate Credit Manager of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: Lorie M. Buonocore  
Name: Lorie M. Buonocore  
Notary Public, State of New Jersey  
No. 2183971  
Commission Expires: 11/16/2010

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

**DELPHI CORPORATION, et al., Debtors.**

**Chapter 11**

:: Case No. 05-44481 (RDD)  
::  
:(Jointly Administrated)

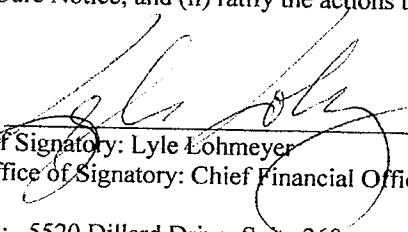
**GENERAL POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Energy Conversion Systems Holdings LLC (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

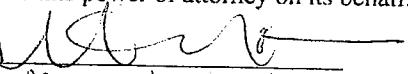
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

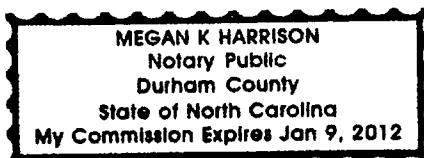
Dated: February 15, 2008

Signed:   
Name of Signatory: Lyle Lohmeyer  
Title/Office of Signatory: Chief Financial Officer

Address: 5520 Dillard Drive, Suite 260  
Cary, NC 27518

Acknowledged before me on February 15, 2008, by Lyle Lohmeyer, who says that he is the Chief Financial Officer of the corporation named above and is authorized to execute this power of attorney on its behalf.

By:   
Name: Megan K. Harrison  
Notary Public, State of North Carolina  
No. Durham County  
Commission Expires: Jan 07/2012



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

**DELPHI CORPORATION, et al., Debtors.**

**Chapter 11**

:: Case No. 05-44481 (RDD)  
::  
: (Jointly Administrated)

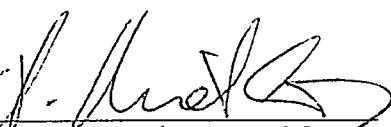
**GENERAL POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

EPCOS, INC. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed:   
Name of Signatory: Achim Buecklers  
Title/Office of Signatory: President & CEO

Address: EPCOS, INC.  
186 Wood Avenue South  
Iselin, NJ 08830

Acknowledged before me on February 18, 2008, by [ENTER NAME OF SIGNATORY]Achim Buecklers, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY]President & CEO of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: Carole J. Sommers  
Name:  
Notary Public, State of NJ  
No. 22Y33610  
Commission Expires: 5-31-2010

CAROLE J. SOMMERS  
NOTARY PUBLIC OF NEW JERSEY  
I.D. No. 2253364  
My Commission Expires May 31, 2010

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

**DELPHI CORPORATION, et al., Debtors.**

:: Chapter 11

::

:: Case No. 05-44481 (RDD)

(Jointly Administrated)

---

**GENERAL POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Fujikoki America Inc. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

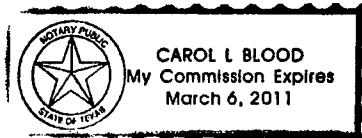
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: Donnie J. Anderson  
Name of Signatory: Donnie J. Anderson  
Title/Office of Signatory: Vice President, Personnel  
et Accounting

Address: Fujikoki America Inc.  
4040 Bronze Way  
Dallas, TX 75237

Acknowledged before me on February 14, 2008, by **Donnie J. Anderson**, who says that he is the Vice President, Personnel & Accounting of the corporation named above and is authorized to execute this power of attorney on its behalf.



By: Carol L. Blood  
Name:  
Notary Public, State of Texas  
No.  
Commission Expires: 03/06/2011

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

:: Case No. 05-44481 (RDD)  
::  
: (Jointly Administrated)

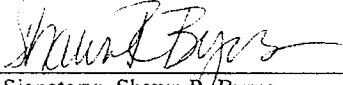
GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Johnson Electric North America, Inc. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

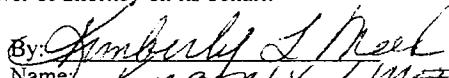
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 15, 2008

Signed:   
Name of Signatory: Shawn R. Byrns  
Title/Office of Signatory: Secretary

Address: Johnson Electric North America, Inc.  
Automotive Parts Group  
47660 Halyard  
Plymouth, MI 48170

Acknowledged before me on February 15, 2008, by Shawn R. Byrns who says that he/she is the Secretary of the corporation named above and is authorized to execute this power of attorney on its behalf.

By:   
Name: KIMBERLY L. MEEK  
Notary Public, State of Michigan  
No. \_\_\_\_\_  
Commission Expires: July 16 2008



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, et al., Debtors.

Chapter 11

: : Case No. 05-44481 (RDD)  
: :  
: : (Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Nichicon America Corporation (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: Glenn K. Yamamoto  
Name of Signatory: GLENN K. YAMAMOTO  
Title/Office of Signatory: EXEC. VP

Address: Nichicon America Corporation  
927 East State Parkway  
Schaumburg, IL 60173-4588

Acknowledged before me on February 14, 2008, by [ENTER NAME OF SIGNATORY] Patsy England, who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] EXEC. VP of the corporation named above and is authorized to execute this power of attorney on its behalf



By: Patsy England  
Name:  
Notary Public, State of ILLINOIS  
No.  
Commission Expires: 9-13-2011

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

**DELPHI CORPORATION, et al., Debtors.**

**Chapter 11**

:: Case No. 05-44481 (RDD)  
::  
: (Jointly Administrated)

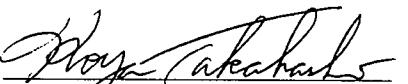
**GENERAL POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Panasonic Automotive Systems Company of America Division of Panasonic Corporation of North America (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

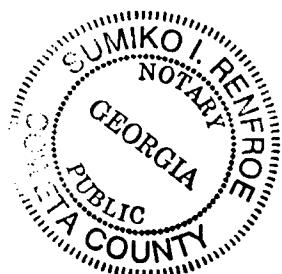
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed:   
Name of Signatory: Koya Takahashi  
Title/Office of Signatory: Chief Financial Officer

Address: Panasonic Automotive Systems Company  
of America Division of Panasonic  
Corporation of North America  
776 Highway 74 South  
Peachtree City, GA 30269

Acknowledged before me on February 14, 2008, by Mr. Koya Takahashi, who says that he/she is the Chief Financial Officer of the corporation named above and is authorized to execute this power of attorney on its behalf.



By: Sumiko I. Renfroe  
Name: Sumiko I. Renfroe  
Notary Public, State of Georgia  
No. \_\_\_\_\_  
Commission Expires: April 20, 2010

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

**DELPHI CORPORATION, et al., Debtors.**

Chapter 11

: : Case No. 05-44481 (RDD)  
: :  
: : (Jointly Administrated)

**GENERAL POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Parlex Corporation (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: Yi Ching McAndrew  
Name of Signatory: Yi Ching McAndrew  
Title/Office of Signatory: Treasurer

Address: Parlex Corporation  
2802 Admiralty Centre Tower 1 One Parlex Place  
18 Harcourt Road  
Hong Kong HK 3679 HK  
Metuchen, NJ 08844

Acknowledged before me on February 14, 2008, by [ENTER SIGNATORY] Yi Ching McAndrew who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] Treasurer of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: Culene Macneault  
Name: CULENE MACNEAULT  
Notary Public, State of MA  
No. 02740-2551  
Commission Expires: 06/2012

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

: : Case No. 05-44481 (RDD)  
: :  
: (Jointly Administrated)

GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Parlex Corporation (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 14, 2008

Signed: Yi Ching McAndrew  
Name of Signatory: Yi Ching McAndrew  
Title/Office of Signatory: Treasurer

Address: Parlex Corporation  
2802 Admiralty Centre Tower 1 One Parlex Place  
18 Harcourt Road  
Hong Kong HK 3679 HK      Methuen, MA 01844

Acknowledged before me on February 14, 2008, by [ENTER SIGNATORY NAME] Yi Ching McAndrew who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] TEPAS SUPER of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: Barbara Daigreault  
Name: BARBARA DAIGREULT  
Notary Public, State of MA  
No. 027-40-2651  
Commission Expires: 06/2012

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*, Debtors.

Chapter 11

:: Case No. 05-44481 (RDD)  
::  
: (Jointly Administrated)

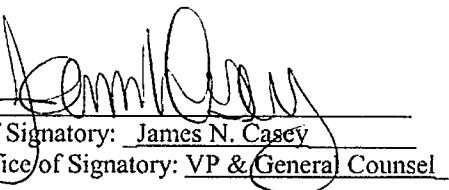
GENERAL POWER OF ATTORNEY

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Philips Electronics UK Ltd./Phillips Semiconductors (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 15, 2008

Signed:   
Name of Signatory: James N. Casey  
Title/Office of Signatory: VP & General Counsel

Address: NXP Semiconductors USA, Inc.  
Successor to  
Philips Semiconductors  
1109 McKay Drive  
San Jose, CA 95131

Acknowledged before me on February       , 2008, by [ENTER SIGNATORY]                 , who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY]                  of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Notary Public, State of \_\_\_\_\_  
No. \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

Please see attached Certificate  
Dated 2-15-08 Bonnie Hoffman

## CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of

Santa Clara }

On 2/15/08

Date

before me,

Bonnie J. HOFFMAN, NOTARY Public

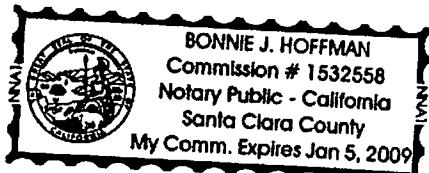
Here Insert Name and Title of the Officer

personally appeared

James N. Casey

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Signature of Notary Public

### OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

#### Description of Attached Document

Title or Type of Document: General Power of Attorney

Document Date: 2-15-08

Number of Pages: 1

Signer(s) Other Than Named Above:

#### Capacity(ies) Claimed by Signer(s)

Signer's Name: James N. Casey

Individual

Corporate Officer — Title(s):

Partner —  Limited  General

Attorney in Fact

Trustee

Guardian or Conservator

Other: \_\_\_\_\_

Signer's Name: \_\_\_\_\_

Individual

Corporate Officer — Title(s):

Partner —  Limited  General

Attorney in Fact

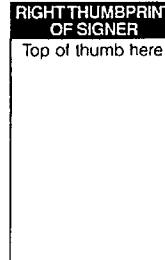
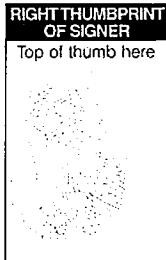
Trustee

Guardian or Conservator

Other: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_

Self



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

**DELPHI CORPORATION, et al., Debtors.**

**Chapter 11**

: : Case No. 05-44481 (RDD)  
: :  
: : (Jointly Administrated)

**GENERAL POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Sagami America Ltd. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

Dated: February 15, 2008

Signed: T. Saito  
Name of Signatory: Takamichi Hashimoto  
Title/Office of Signatory: President

Address: Sagami America Ltd.  
c/o Masuda, Funai, Eifert & Mitchell, Ltd.  
203 North LaSalle Street, Suite 2500  
Chicago, IL 60601

Acknowledged before me on February \_\_\_, 2008, by Takamichi Hashimoto, who says that he/she is the President of the corporation named above and is authorized to execute this power of attorney on its behalf.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Notary Public, State of \_\_\_\_\_  
No. \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

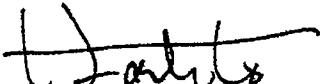
**ACTION BY BOARD OF DIRECTORS OF  
SAGAMI AMERICA LTD.  
BY UNANIMOUS WRITTEN CONSENT**

The undersigned, being all of the members of the Board of Directors of Sagami America Ltd., a Georgia corporation (the "Corporation"), hereby consent in writing, pursuant to the authority of Section 14-2-821 of the Georgia Business Corporation Code, to the adoption of the following action in lieu of the regular meeting of the board of directors:

**RESOLVED**, that the following persons are hereby elected as officers of the Corporation, to hold office until their respective successors shall be elected and shall have qualified:

<u>Name</u>	<u>Office</u>
Takamichi Hashimoto	President
Tetsuo Hashimoto	Executive Vice President
Tetsuo Hashimoto	Secretary
Tetsuo Hashimoto	Treasurer

Dated as of April 2, 2007.

  
\_\_\_\_\_  
Takamichi Hashimoto

  
\_\_\_\_\_  
Tetsuo Hashimoto

Being all of the members of the board of  
directors of the Corporation

**ACTION BY SOLE SHAREHOLDER OF  
SAGAMI AMERICA LTD.  
BY WRITTEN CONSENT**

The undersigned, being the sole shareholder of Sagami America Ltd., a Georgia corporation (the "Corporation"), hereby consents in writing, pursuant to the authority of Section 14-2-704 of the Georgia Business Corporation Code, to the adoption of the following action in lieu of the annual meeting of shareholder:

**RESOLVED**, that the following persons are hereby elected directors of the Corporation, to hold office until the next annual meeting of shareholders or until their successors shall be elected and shall have qualified:

Takamichi Hashimoto

Tetsuo Hashimoto

Dated as of April 2, 2007.

SAGAMI ELEC CO., LTD.

By: H. Hashimoto

Being the owner of record of all issued and outstanding shares of the Corporation

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re: :: Chapter 11  
DELPHI CORPORATION, et al., Debtors. :: Case No. 05-44481 (RDD)  
(Jointly Administrated)

**GENERAL POWER OF ATTORNEY**

To: Maura I. Russell, Esq. of Dreier LLP, 499 Park Avenue, New York, New York 10022, and Alvin Galstian, Esq. of Dreier Stein Kahan Browne Woods George LLP, The Water Garden, 1620 26th Street, 6th Floor, North Tower, Santa Monica, CA 90404.

Toko America, Inc. (the "Company") hereby authorizes you, or any one of you, as attorneys in fact for the undersigned and with full power of substitution, to vote on the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization in the above-captioned cases and to take all actions associated therewith.

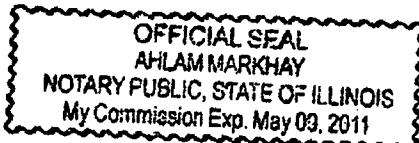
This Power of Attorney shall have a retroactive effect to January 11, 2008 and shall: (i) ratify the letter from the Company dated January 11, 2008 (a copy of which is attached hereto as Exhibit "A"), which granted Dreier LLP and/or Dreier Stein Kahan Browne Woods George LLP (collectively, "Dreier") a power-of-attorney for the limited and sole purposes of acting as the Company's authorized representative for purposes of signing, completing and serving the Notice of Cure Amount with Respect to Executory Contract to be Assumed or Assumed and Assigned Under Plan of Reorganization on behalf of the Company (the "Subject Cure Notice") and directed Dreier on how to complete the Subject Cure Notice; and (ii) ratify the actions taken by Dreier in connection therewith.

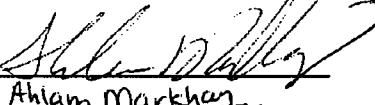
Dated: February 14, 2008

Signed:   
Name of Signatory: JUNJI ONODERA  
Title/Office of Signatory: PRESIDENT

Address: Toko America, Inc.  
1250 Feehanville Drive  
Mt. Prospect, IL 60056

Acknowledged before me on February 14, 2008, by [ENTER SIGNATORY], who says that he/she is the [ENTER OFFICE/TITLE OF SIGNATORY] of the corporation named above and is authorized to execute this power of attorney on its behalf.



By:   
Name: Ahlam Markhay  
Notary Public, State of IL  
No. \_\_\_\_\_  
Commission Expires: May 9, 11